

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
)	
VOYAGER DIGITAL HOLDINGS, INC. <i>et al.</i> , ¹)	Case No. 22-10943 (MEW)
)	
Debtors.)	(Jointly Administered)
)	

**THIRD SUPPLEMENTAL DECLARATION OF JARED DERMONT IN
SUPPORT OF APPLICATION OF THE DEBTORS AND DEBTORS IN
POSSESSION FOR ENTRY OF ORDER AUTHORIZING EMPLOYMENT
AND RETENTION OF MOELIS & COMPANY LLC AS INVESTMENT
BANKER EFFECTIVE AS OF THE PETITION DATE**

I, Jared Dermont, declare, pursuant to 28 U.S.C. § 1746, under penalty of perjury that:

1. I am a Managing Director at the investment banking firm of Moelis & Company LLC (“**Moelis**”).

2. I am authorized to make this third supplemental declaration (the “**Supplemental Declaration**”) as a supplement to my declaration dated July 20, 2022 (the “**Original Declaration**,” attached as Exhibit A to the *Application of Debtors and Debtors in Possession for Entry of an Order Authorizing the Employment and Retention of Moelis & Company LLC as Investment Banker and Financial Advisor Effective as of the Petition Date* (the “**Application**,” Docket No. 117),² my First Supplemental Declaration dated August 2, 2022 (the “**First Supplemental Declaration**,” Docket No. 214), and my Second Supplemental Declaration dated October 19, 2022 (the “**Second Supplemental Declaration**,” Docket No. 576, and together with the Original Declaration and the First Supplemental Declaration, the “Prior Declarations”).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Voyager Digital Holdings, Inc. (7687); Voyager Digital Ltd. (N/A); and Voyager Digital, LLC (8013). The location of the Debtors’ principal place of business is 33 Irving Place, Suite 3060, New York, NY 10003.

² Capitalized terms used but not otherwise defined herein have the meanings given to them in the Application.

3. The facts set forth in this Supplemental Declaration are based upon my personal knowledge, upon information and belief, and upon client matter records kept in the ordinary course of business that were reviewed by me or other employees of Moelis under my supervision and direction.

4. After filing my Prior Declarations, the Debtors provided additional entities they had identified as potential parties in interest (the “**Supplemental Potential Parties in Interest**”), a list of which is attached hereto as **Schedule 1** (the “**Supplemental Potential Parties in Interest List**”). Moelis (a) researched its internal records to determine whether Moelis has any connections with the parties listed on Schedule 1; and (b) issued a general inquiry to certain of its officers with respect to certain of the Potential Parties in Interest.

5. Based on the results of the above research and inquiry, I believe that Moelis remains a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code and does not hold or represent an interest adverse to the Debtors’ estate.

6. To the extent that I have been able to ascertain to date that Moelis has been engaged within the last three years or is currently engaged by any of the Supplemental Potential Parties in Interest (or their affiliates, as the case may be) in matters unrelated to these cases, such facts are disclosed on Schedule 2 attached hereto. Schedule 2 also sets forth certain other relationships Moelis has identified with certain Supplemental Potential Parties in Interest.

7. Consistent with the Application and the Initial Declaration, Moelis reaffirms that it will make continued inquiries, on a periodic basis, with additional disclosures to this Court if necessary or otherwise appropriate.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Executed October 20, 2022.

/s/ *Jared Dermont*

Jared Dermont

Managing Director

Moelis & Company LLC

SCHEDULE 1

Potential Parties in Interest

List of Schedules

<u>Schedule</u>	<u>Category</u>
1(a)	UCC Professionals
1(b)	UCC Members
1(c)	U.S. Trustee Personnel
1(d)	Notice of Appearance / Pro Hac Vice
1(e)	Potential M&A Counterparties
1(f)	Minority Shareholders
1(g)	Litigation
1(h)	Customers

(a) UCC Professionals

McDermott Will & Emery LLP

FTI CONSULTING, INC.

CASSELS BROCK & BLACKWELL LLP

(b) UCC Members

Russell G. Stewart

Jason Raznick

Brandon Muillenberg

Richard Kiss

Chirsopher Moser

Byron Walker

Melissa Freedman

Adam Freedman

(c) U.S. Trustee Personnel

Victor Abriano
James Gannone
Nadkarni Joseph
Ercilia A. Mendoza
Mary V. Moroney
Alaba Ogunleye
Ilusion Rodriguez
Sylvester Sharp
Madeleine Vescovacci

(d) Notice of Appearance / Pro Hac Vice

Kelleher Place Management, LLC
Horwood Marcus & Berk Chartered
Sullivan & Cromwell LLP
The Levitt Group
BALLARD SPAHR LLP
Wachtell, Lipton, Rosen & Katz
Jaffe Raitt Heuer & Weiss, P.C.
FORSHEY & PROSTOK LLP
Murphy Place Management LLC
Brown Rudnick LLP
State of Wisconsin and its Department of Financial Institutions
Illinois Secretary of State
Georgia Department of Banking and Finance
McGRAIL & BENSINGER LLP
Akerman LLP
A. Manny Alicandro, Esq
McCarthy, Lebit, Crystal & Liffman Co., LPA
Barski Law PLC
JOHNSON, POPE, BOKOR, RUPPEL & BURNS, LLP
Vermont Department of Financial Regulation
Texas State Securities Board
Office of Attorney General of Texas
Liz George and Associates
J. Singer Law Group, PLLC
GOLDSTEIN & MCCLINTOCK LLLP
LAW OFFICES OF DOUGLAS T. TABACHNIK, P.C
Buchalter, A Professional Corporation
PULMAN, CAPPUCCIO & PULLEN, LLP
ALDRIDGE PITE, LLP
Wells Fargo Bank, N.A

(e) Potential M&A Counterparties

Response	Percentage
Yes, the U.S. should take action to address climate change	95%
No, the U.S. should not take action to address climate change	5%

(f) Minority Shareholders

Shikar S. Partab

(g) Litigation

Mark Cuban

(h) Customers

Jon Quezada
Noha Ali
Nada Ali
Jennifer Walsh
Nick Nardone
Christine Marcy
Jack Beeler
John Ruda
Kim Bohle
Josh Ragusa
Jeremy McAleer
Marquis Velazquez
Dlany Conny
Chris Mirabs
Shaik Taj Baba
Christopher Rouse
Xiang Chi
Grant Pritchard
Ryan Hourigan
Aristea Theodoropoulos
Sariena Carmichael
Ryan Bednarski
William George
Trevor Brucker
Dawei (David) Hu
Xiaojie Dai
Gregory Foss
Gerardo Pedraza
Alireza Johartchi
Analia Van
Vincent T. Sasso
Digant Goyal
Lisa Dagnoli
Niraj Jani
Jacoub Hammodeh
Daniel Hawley
Jacob Redburn
Donald Angle
Juwett Bostwick
Zainab Ali

SCHEDULE 2

Relationship with Potential Parties in Interest

Moelis (and its financial advisory affiliates) has been engaged within the last three years or is currently engaged by the following Potential Parties in Interest (or one or more of their affiliates, as the case may be) in matters unrelated to these chapter 11 cases (including where the Potential Party in Interest was only a member of an official or an ad hoc creditor committee or an equity committee):

NOTICE OF APPEARANCE / PRO HAC VICE – PAST CLIENTS AND/OR AFFILIATES

- Wells Fargo Bank, N.A

TRANSACTION COUNTERPARTIES – PAST CLIENTS AND/OR AFFILIATES

■ [REDACTED]
■ [REDACTED]